

UNITED STATES DISTRICT COURT  
DISTRICT OF PUERTO RICO

In re:

THE FINANCIAL OVERSIGHT AND  
MANAGEMENT BOARD FOR PUERTO RICO,  
as representative of  
THE COMMONWEALTH OF PUERTO RICO, *et  
al.*,

Debtors.<sup>1</sup>

THE OFFICIAL COMMITTEE OF UNSECURED  
CREDITORS OF THE COMMONWEALTH OF  
PUERTO RICO,

as agent of

THE FINANCIAL OVERSIGHT AND  
MANAGEMENT BOARD FOR PUERTO RICO,  
as representative of

THE COMMONWEALTH OF PUERTO RICO,  
Plaintiff,

v.

BETTINA WHYTE,

as agent of

THE FINANCIAL OVERSIGHT AND  
MANAGEMENT BOARD FOR PUERTO RICO,  
as representative of

THE PUERTO RICO SALES TAX FINANCING  
CORPORATION,

Defendant.

PROMESA

Title III

No. 17 BK 3283-LTS  
(Jointly Administered)

Adv. Proc. No. 17-00257-LTS

<sup>1</sup> The Debtors in these Title III cases, along with each Debtor's respective Title III case number and the last four (4) digits of each Debtor's federal tax identification number, as applicable, are the (i) Commonwealth of Puerto Rico ("Commonwealth") (Bankruptcy Case No. 17 BK 3283-LTS) (Last Four Digits of Federal Tax ID: 3481); (ii) Puerto Rico Sales Tax Financing Corporation ("COFINA") (Bankruptcy Case No. 17 BK 3284-LTS) (Last Four Digits of Federal Tax ID: 8474); (iii) Puerto Rico Highways and Transportation Authority (Bankruptcy Case No. 17 BK 3567-LTS) (Last Four Digits of Federal Tax ID: 3808); (iv) Employees Retirement System of the Government of the Commonwealth of Puerto Rico (Bankruptcy Case No. 17 BK 3566-LTS) (Last Four Digits of Federal Tax ID: 9686); and (v) Puerto Rico Electric Power Authority (Bankruptcy Case No. 17 BK 4780-LTS) (Last Four Digits of Federal Tax ID: 3747). Title III case numbers are listed as Bankruptcy Case numbers due to software limitations.

**JOINDER OF AAFAF TO THE OVERSIGHT BOARD'S OPPOSITION TO THE COFINA AGENT'S MOTION OF TO CERTIFY QUESTIONS UNDER PUERTO RICO LAW TO THE SUPREME COURT OF PUERTO RICO**

To the Honorable United States District Judge, Laura Taylor Swain:

The Puerto Rico Fiscal Agency and Financial Advisory Authority (“AAFAF”—as the entity authorized to act on the Debtor entities’ behalf under the Enabling Act of the Fiscal Agency and Financial Advisory Authority, Act 2-2017—hereby submits this partial joinder to the *Opposition of Financial Oversight and Management Board for Puerto Rico to Urgent Motion of COFINA Agent to Set Expedited Briefing Schedule on COFINA Agent’s Motion to Certify Question Under Puerto Rico Law to the Supreme Court of Puerto Rico* [ECF No. 337] (the “Oversight Board’s Opposition”).<sup>1</sup> AAFAF agrees with the Oversight Board that (1) the Motion to Certify is designed to frustrate the terms and intent of the Stipulation and Order, which is binding on the COFINA Agent; and (2) even with an expedited briefing schedule, certification could unreasonably delay resolution of the Commonwealth-COFINA Dispute and, thus, potentially delay formulation and prosecution of plans of adjustment for the Debtors. Control over such critical timing issues should remain with this Court. AAFAF takes no position as to whether Federal or Commonwealth law will control the resolution of the Commonwealth-COFINA Dispute.

Accordingly, AAFAF joins the Oversight Board in respectfully requesting that the COFINA Agent’s Motion to Certify be denied without any further briefing.

***REMAINDER OF THE PAGE INTENTIONALLY LEFT BLANK***

---

<sup>1</sup> Capitalized terms not defined herein shall have the same meaning ascribed to them in the Oversight Board’s Opposition.

Dated: February 28, 2018  
San Juan, Puerto Rico

Respectfully submitted,

/s/ Peter Friedman

John J. Rapisardi  
Suzanne Uhland  
Peter Friedman  
Daniel L. Cantor  
(Admitted *Pro Hac Vice*)  
O'MELVENY & MYERS LLP  
7 Times Square  
New York, NY 10036  
Tel: (212) 326-2000  
Fax: (212) 326-2061

*Attorneys for the Puerto Rico Fiscal  
Agency and Financial Advisory Authority*

/s/ Mohammad S. Yassin

Mohammad S. Yassin  
USDC-PR Bar No. 302909  
Mohammad.Yassin@aafaf.pr.gov

PUERTO RICO FISCAL AGENCY AND  
FINANCIAL ADVISORY AUTHORITY  
Robert Sánchez Vilella (Minillas)  
Government Center  
De Diego Avenue, Stop 22  
San Juan, Puerto Rico 00907  
Tel: (787) 722-2525  
Fax: (787) 721-1443

*Attorney for the Puerto Rico Fiscal  
Agency and Financial Advisory Authority*